

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re:	§	
	§	
STARWORKS, LLC	§	Case No. 19-13106
	§	
Debtor	§	

TRUSTEE'S FINAL REPORT (TFR)

The undersigned trustee hereby makes this Final Report and states as follows:

1. A petition under chapter 7 of the United States Bankruptcy Code was filed on 09/27/2019 . The undersigned trustee was appointed on 10/01/2019 .
2. The trustee faithfully and properly fulfilled the duties enumerated in 11 U.S.C. §704.
3. All scheduled and known assets of the estate have been reduced to cash, released to the debtor as exempt property pursuant to 11 U.S.C. § 522, or have been or will be abandoned pursuant to 11 U.S.C. § 554. An individual estate property record and report showing the disposition of all property of the estate is attached as **Exhibit A**.

4. The trustee realized gross receipts of \$ 1,005,777.07

Funds were disbursed in the following amounts:

Payments made under an interim disbursement	0.00
Administrative expenses	25,987.22
Bank service fees	11,062.45
Other payments to creditors	0.00
Non-estate funds paid to 3 rd Parties	0.00
Exemptions paid to the debtor	0.00
Other payments to the debtor	0.00
Leaving a balance on hand of ¹	\$ 968,727.40

The remaining funds are available for distribution.

¹ The balance of funds on hand in the estate may continue to earn interest until disbursed. The interest earned prior to disbursement will be distributed pro rata to creditors within each priority category. The trustee may receive additional compensation not to exceed the maximum compensation set forth under 11 U.S.C. §326(a) on account of the disbursement of the additional interest.

5. Attached as **Exhibit B** is a cash receipts and disbursements record for each estate bank account.

6. The deadline for filing non-governmental claims in this case was 07/27/2020 and the deadline for filing governmental claims was 07/27/2020 . All claims of each class which will receive a distribution have been examined and any objections to the allowance of claims have been resolved. If applicable, a claims analysis, explaining why payment on any claim is not being made, is attached as **Exhibit C**.

7. The Trustee's proposed distribution is attached as **Exhibit D**.

8. Pursuant to 11 U.S.C. § 326(a), the maximum compensation allowable to the trustee is \$ 53,423.31 . To the extent that additional interest is earned before case closing, the maximum compensation may increase.

The trustee has received \$ 0.00 as interim compensation and now requests a sum of \$ 53,423.31 , for a total compensation of \$ 53,423.31 ². In addition, the trustee received reimbursement for reasonable and necessary expenses in the amount of \$ 0.00 , and now requests reimbursement for expenses of \$ 0.00 , for total expenses of \$ 0.00 ².

Pursuant to Fed R Bank P 5009, I hereby certify, under penalty of perjury, that the foregoing report is true and correct.

Date: 06/13/2024 By: /s/Albert Togut, Trustee
Trustee

STATEMENT: This Uniform Form is associated with an open bankruptcy case, therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

² If the estate is administratively insolvent, the dollar amounts reflected in this paragraph may be higher than the amounts listed in the Trustee's Proposed Distribution (Exhibit D).

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Page: 1
Exhibit A

Case No: 19-13106 JLG Judge: JAMES L. GARRITY
Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee
Date Filed (f) or Converted (c): 09/27/19 (f)
341(a) Meeting Date: 10/30/19
Claims Bar Date: 07/27/20

For Period Ending: 06/13/24

1	2	3	4	5	6
Asset Description (Scheduled and Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs)	Property Formally Abandoned OA=554(a)	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1. RECOVERY OF ACCOUNT DEPOSIT	Unknown	0.00		34.81	FA
2. VOID (u)	Unknown	0.00		0.00	FA
3. BANK ACCOUNT - WELLS FARGO	0.00	775.48		775.48	FA
4. PETTY CASH BOX	0.00	0.00		0.00	FA
5. SECURITY DEPOSITS	0.00	2,779.00		0.00	FA
6. PREPAID PREMIUM	6,374.59	0.00		0.00	FA
7. ACCOUNTS RECEIVABLE	102,393.61	0.00		0.00	FA
8. STOCKS & INTERESTS - STARWORKS LONDON LTD.	0.00	0.00		0.00	FA
9. STOCKS & INTERESTS - STARWORKS ARTISTS, LLC.	Unknown	150,000.00		75,000.00	FA
10. OFFICE FURNITURE & EQUIPMENT	0.00	0.00		0.00	FA
11. L.A. LEASE	Unknown	0.00		0.00	FA
12. INTELLECTUAL PROPERTY	Unknown	0.00		0.00	FA
13. INSURANCE CLAIM - EMPLOYEE THEFT	Unknown	0.00		78,159.93	FA
14. COUNTER CLAIM	Unknown	0.00		0.00	FA
15. CHAPTER 5 AFFIRMATIVE CLAIMS (u)	50,000.00	50,000.00		851,806.85	FA
16. SOHO HOUSE MEMBERSHIP	626.03	0.00		0.00	FA

				Value of Remaining Assets
TOTALS (Excluding Unknown Values)	\$159,394.23	\$203,554.48	\$1,005,777.07	\$0.00
				(Total Dollar Amount in Column 6)

Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

ON SEPTEMBER 17, 2020, THE BANKRUPTCY COURT ENTERED AN ORDER [DKT. NO. 41] AND AUTHORIZED THE TRUSTEE TO SELL THE ESTATE'S INTEREST IN STARWORKS ARTISTS, LLC ("ARTIST") FOR \$150,000 PAYABLE: \$75,000 WHEN THE COURT'S ORDER BECAME FINAL, AND \$75,000 IN ONE YEAR, IF THE GROSS RECEIPTS OF ARTISTS EQUALS OR EXCEEDED AN AGREED-UPON AMOUNT. THE TRUSTEE RECOVERED THE FIRST PAYMENT OF \$75,000 FROM ARTIST ON OCTOBER 5, 2020. GROSS RECEIPTS OF ARTISTS DID NOT EQUAL OR EXCEED THE COURT-APPROVED THRESHOLD NEEDED TO REQUIRE PAYMENT OF ANY ADDITIONAL SUMS FROM ARTISTS AND ARTISTS IS DEFUNCT. PURSUANT TO AN ORDER DATED JUNE 10, 2021, THE TRUSTEE COLLECTED \$78,159.93 ON ACCOUNT OF A DISPUTED PRE-PETITION INSURANCE CLAIM THAT WAS ASSERTED BY THE DEBTOR. THE TRUSTEE AVOIDED AND RECOVERED A PREFERENTIAL TRANSFER FOR A RECOVERY OF \$7,500 PURSUANT TO AN ORDER OF THE COURT DATED DECEMBER 27, 2021 [DKT. NO. 55]. ON SEPTEMBER 29, 2021, THE TRUSTEE COMMENCED ADV. PRO. NO. 21-01189 [JLG] AGAINST INSIDERS OF THE DEBTOR TO RECOVER DAMAGES ON ACCOUNT OF, AMONG OTHER THINGS, BREACH OF DUTY CLAIMS, BREACH OF CONTRACT CLAIMS AND AVOIDABLE TRANSFERS (THE "INSIDER ADVERSARY PROCEEDING"). PURSUANT TO AN ORDER DATED JANUARY 25, 2023, THE BANKRUPTCY COURT APPROVED THE TRUSTEE'S GLOBAL SETTLEMENT OF THE INSIDER ADVERSARY PROCEEDING PURSUANT TO WHICH HE HAS SO FAR COLLECTED \$375,000 AND ELIMINATED MORE THAN \$3 MILLION OF SECURED AND UNSECURED CLAIMS. THE DEBTOR'S FOUNDERS DEFAULTED ON THEIR SETTLEMENT PAYMENT OBLIGATION OF \$450,000, WHICH WAS TO BE FUNDED BY A REFINANCING OF THEIR RESIDENTIAL COOPERATIVE APARTMENT. ON JULY 25, 2023, THE TRUSTEE OBTAINED ENTRY OF A JUDGMENT AGAINST THE FOUNDERS IN THE AMOUNT OF \$450,000, PLUS INTEREST. ON SEPTEMBER 28, 2023, THE FOUNDERS ENTERED INTO A CONTRACT TO SELL THEIR RESIDENTIAL COOPERATIVE APARTMENT, WITH A CLOSING AND PAYMENT TO THE TRUSTEE ORIGINALLY SCHEDULED FOR NOVEMBER 15, 2023.

**INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES**Page: 2
Exhibit ACase No: 19-13106 JLG Judge: JAMES L. GARRITY
Case Name: STARWORKS, LLCTrustee Name: Albert Togut, Trustee
Date Filed (f) or Converted (c): 09/27/19 (f)
341(a) Meeting Date: 10/30/19
Claims Bar Date: 07/27/20

THAT CLOSING OCCURRED ON JANUARY 12, 2024, AND THE TRUSTEE COLLECTED \$469,306.85, REPRESENTING FULL PAYMENT OF THE JUDGMENT, PLUS ALL ACCRUED INTEREST. THE TRUSTEE'S OBJECTIONS TO PROOFS OF CLAIM FILED IN THIS CASE WERE GRANTED BY ORDERS THAT WERE ENTERED ON AUGUST 7, 2023. ALL CLAIM OBJECTIONS ARE COMPLETED AND THIS CASE IS READY TO BE CLOSED.

Initial Projected Date of Final Report (TFR): 12/31/21

Current Projected Date of Final Report (TFR): 05/10/24

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Page: 1

Exhibit B

Case No: 19-13106 -JLG
Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee
Bank Name: Axos Bank
Account Number / CD #: *****0175 Checking Account (Non-Interest Earn)

Taxpayer ID No: *****6058

For Period Ending: 06/13/24

Blanket Bond (per case limit): \$ 52,319,413.00

Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
			BALANCE FORWARD				0.00
11/21/19	1	SPECTRUM	RECOVERY OF ACCOUNT DEPOSIT	1229-000	34.81		34.81
11/21/19	3	WELLS FARGO	TURNOVER OF DEBTOR'S BANK ACCOUNT	1129-000	67.40		102.21
11/21/19	3	AUTOMATIC DATA PROCESSING	RECOVERY OF DEBTOR'S PAYROLL ACCOUN	1229-000	521.16		623.37
11/21/19	3	WELLS FARGO	TURNOVER OF DEBTOR'S BANK ACCOUNT B	1129-000	186.92		810.29
12/11/19	002001	TRIAD Professional Services	ALANCE WORK ORDER #78897	2990-000		433.32	376.97
06/16/20	002002	INTERNATIONAL SURETIES LTD. 701 POYDRAS STREET, SUITE 420 NEW ORLEANS, LA 70139	LIEN SEARCHES AND UCC COPIES FEES - INVOICE #156146 BOND #016030120 6/19/20-6/19/21	2300-000		0.18	376.79
10/05/20	9	SAMER FAWAZ AND LISA WALKER	PURCHASE AND SETTLEMENT PAYMENT Bank Serial #: PER STIPULATION AND ORDER DATED 9/17/20 (DKT. NO. 41)	1129-000	75,000.00		75,376.79
10/13/20	002003	KURTZMAN CARSON CONSULTANTS LLC	SERVICE OF NOTICES PER COURT ORDER, DKT. NO. 34	2990-000		7,297.68	68,079.11
11/02/20	002004	KURTZMAN CARSON CONSULTANTS LLC	INV. #US_KCC1926676: SERVICE OF NOTICES PER COURT ORDER, DKT. NO. 34	2990-000		994.71	67,084.40
02/23/21	002005	MYC & ASSOCIATES, INC. 1110 SOUTH AVENUE, SUITE 22 STATEN ISLAND, NY 10314	RECORDS DELIVERY CHARGE INVOICE #1811	2410-000		410.00	66,674.40
03/02/21	002006	KURTZMAN CARSON CONSULTANTS LLC	INV. # US_KCC1997232; SERVICE OF NOTICES PER COURT ORDER, DKT. NO. 34 FOR THE PERIOD JANUARY 1, 2021 THROUGH JANUARY 31, 2021	2990-000		2,353.94	64,320.46
03/03/21		Axos Bank	BANK SERVICE FEE	2600-000		66.90	64,253.56
03/10/21	002007	KURTZMAN CARSON CONSULTANTS LLC	INV. US_KCC1944228; uc_KCC1960854 SERVICE OF NOTICES PER COURT ORDER FOR THE PERIOD OCTOBER 2020 & NOVEMBER 2020	2990-000		3,138.84	61,114.72
* 03/10/21	002008	KURTZMAN CARSON CONSULTANTS LLC	INV. US_KCC1838459; US_KCC1853922; US_KCC1890895; US_KCC1908697; US_KCC1997083 - SERVICE OF NOTICES PER COURT ORDER FOR THE PERIODS APRIL 2020, MAY 2020, JULY 2020, AUGUST 2020 & JANUARY 2021	2990-003		29,444.48	31,670.24
* 03/10/21	002008	KURTZMAN CARSON CONSULTANTS LLC	INV. US_KCC1838459; US_KCC1853922;	2990-003		-29,444.48	61,114.72
04/02/21		Axos Bank	BANK SERVICE FEE	2600-000		71.75	61,042.97

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Exhibit B

Case No: 19-13106 -JLG
Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee
Bank Name: Axos Bank
Account Number / CD #: *****0175 Checking Account (Non-Interest Earn)

Taxpayer ID No: *****6058

For Period Ending: 06/13/24

Blanket Bond (per case limit): \$ 52,319,413.00

Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
05/03/21		Axos Bank	BANK SERVICE FEE	2600-000		65.23	60,977.74
06/01/21		Axos Bank	BANK SERVICE FEE	2600-000		120.22	60,857.52
06/11/21		Transfer from Acct #*****0316	CNA - order entered	9999-000	78,159.93		139,017.45
06/23/21	002009	INTERNATIONAL SURETIES, LTD. 701 POYDRAS STREET, SUITE 420 NEW ORLEANS, LA 70139	CH 7 BLANKET BOND #016030120 6/19/21-6/19/22	2300-000		53.44	138,964.01
06/29/21	002010	KURTZMAN CARSON CONSULTANTS LLC	INV. #US_KCC2072738: SERVICE OF NOTICES PER COURT ORDER FOR THE PERIOD MAY 1, 2001 THROUGH MAY 31, 2001	2990-000		3,090.50	135,873.51
07/01/21		Axos Bank	BANK SERVICE FEE	2600-000		148.54	135,724.97
08/02/21		Axos Bank	BANK SERVICE FEE	2600-000		151.42	135,573.55
09/01/21		Axos Bank	BANK SERVICE FEE	2600-000		149.69	135,423.86
10/01/21		Axos Bank	BANK SERVICE FEE	2600-000		144.70	135,279.16
11/01/21		Axos Bank	BANK SERVICE FEE	2600-000		153.10	135,126.06
11/02/21	002011	KURTZMAN CARSON CONSULTANTS LLC	INV. #US_KCC2146077; SERVICE OF NOTICES PER COURT ORDER FOR THE PERIOD 9/1/21 THRU 9/30/21	2990-000		1,870.81	133,255.25
11/30/21	002012	KURTZMAN CARSON CONSULTANTS LLC	INV. #US_KCC2149172; SERVICE OF NOTICES PER COURT ORDER FOR THE PERIOD OCTOBER 1, 2021 THROUGH OCTOBER 31, 2021	2990-000		5,320.76	127,934.49
12/01/21		Axos Bank	BANK SERVICE FEE	2600-000		151.46	127,783.03
12/28/21		Transfer from Acct #*****0316	Bank Funds Transfer	9999-000	7,500.00		135,283.03
01/03/22		Axos Bank	BANK SERVICE FEE	2600-000		153.35	135,129.68
02/01/22		Axos Bank	BANK SERVICE FEE	2600-000		149.21	134,980.47
03/01/22		Axos Bank	BANK SERVICE FEE	2600-000		134.61	134,845.86
04/01/22		Axos Bank	BANK SERVICE FEE	2600-000		148.88	134,696.98
04/12/22	002013	MYC & ASSOCIATES, INC.	RECORDS DELIVERY INV. #1785, DATED 12/2/19 \$494.50; INV. #1944, DATED 4/5/22 \$225	2410-000		719.50	133,977.48
05/02/22		Axos Bank	BANK SERVICE FEE	2600-000		143.79	133,833.69
06/01/22		Axos Bank	BANK SERVICE FEE	2600-000		147.77	133,685.92
07/01/22		Axos Bank	BANK SERVICE FEE	2600-000		142.84	133,543.08
07/11/22	002014	INTERNATIONAL SURETIES, LTD. 701 POYDRAS ST., SUITE 420 NEW ORLEANS, LA 70139	CH. 7 BOND # 016030120 6/19/22 TO 6/19/23	2300-000		58.32	133,484.76
08/01/22		Axos Bank	BANK SERVICE FEE	2600-000		147.43	133,337.33
09/01/22		Axos Bank	BANK SERVICE FEE	2600-000		147.22	133,190.11
10/03/22		Axos Bank	BANK SERVICE FEE	2600-000		142.31	133,047.80
11/01/22		Axos Bank	BANK SERVICE FEE	2600-000		146.91	132,900.89
12/01/22		Axos Bank	BANK SERVICE FEE	2600-000		142.00	132,758.89
01/03/23		Axos Bank	BANK SERVICE FEE	2600-000		146.58	132,612.31
02/01/23		Axos Bank	BANK SERVICE FEE	2600-000		146.43	132,465.88
02/02/23	15	CFGI HOLDINGS LLC	SETTLEMENT PAYMENT BY CFGI Bank Serial #: PER ORDER IN ADV. PRO. 21-01189 [JLG]	1241-000	225,000.00		357,465.88

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 19-13106 -JLG
Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee
Bank Name: Axos Bank
Account Number / CD #: *****0175 Checking Account (Non-Interest Earn)

Taxpayer ID No: *****6058

For Period Ending: 06/13/24

Blanket Bond (per case limit): \$ 52,319,413.00

Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
02/17/23	15	VICE HOLDING INC.	[DKT. NO. 63] SETTLEMENT PAYMENT BY VICE Bank Serial #: PER ORDER IN ADV. PRO. 21-01189 [JLG] [DKT. NO. 63]	1241-000	150,000.00		507,465.88
03/01/23		Axos Bank	BANK SERVICE FEE	2600-000		412.58	507,053.30
04/03/23		Axos Bank	BANK SERVICE FEE	2600-000		559.84	506,493.46
05/01/23		Axos Bank	BANK SERVICE FEE	2600-000		541.22	505,952.24
06/01/23		Axos Bank	BANK SERVICE FEE	2600-000		558.63	505,393.61
* 06/27/23	002015	INTERNATIONAL SURETIES, LTD. 701 POYDRAS STREET SUITE 420 NEW ORLEANS, LA 70139	CH 7 BLANKET BOND PAYMENT 6/19/23-6/19/24 - BOND #612418768	2300-004		245.22	505,148.39
07/03/23		Axos Bank	BANK SERVICE FEE	2600-000		540.01	504,608.38
08/01/23		Axos Bank	BANK SERVICE FEE	2600-000		557.45	504,050.93
* 08/07/23	002015	INTERNATIONAL SURETIES, LTD. 701 POYDRAS STREET SUITE 420 NEW ORLEANS, LA 70139	Stop Payment Reversal STOP PAYMENT	2300-004		-245.22	504,296.15
08/07/23	002016	INTERNATIONAL SURETIES, LTD. SUITE 420 701 POYDRAS STREET NEW ORLEANS, LA 70139	CH 7 BLANKET BOND PAYMENT 6/19/23-6/19/24 - BOND #612418768	2300-000		245.22	504,050.93
09/01/23		Axos Bank	BANK SERVICE FEE	2600-000		556.71	503,494.22
10/02/23		Axos Bank	BANK SERVICE FEE	2600-000		537.98	502,956.24
11/01/23		Axos Bank	BANK SERVICE FEE	2600-000		555.34	502,400.90
12/01/23		Axos Bank	BANK SERVICE FEE	2600-000		536.81	501,864.09
01/02/24		Axos Bank	BANK SERVICE FEE	2600-000		554.11	501,309.98
01/12/24	15	THE LAW FIRM OF JEAN L. CHOU ON BEHALF OF GRAND AND VARELJAN	SATISFACTION OF JUDGMENT VS Bank Serial #: GRANT & VARELJAN, ADV. PRO. NO. 21-01189 [JLG], ADV. PRO. DKT. NOS. 63-67	1241-000	469,306.85		970,616.83
02/01/24		Axos Bank	BANK SERVICE FEE	2600-000		887.82	969,729.01
03/01/24		Axos Bank	BANK SERVICE FEE	2600-000		1,001.61	968,727.40

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Exhibit B

Case No: 19-13106 -JLG
Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee
Bank Name: Axos Bank
Account Number / CD #: *****0316 Earnest Funds

Taxpayer ID No: *****6058
For Period Ending: 06/13/24

Blanket Bond (per case limit): \$ 52,319,413.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
05/13/21	13	CNA INSURANCE	BALANCE FORWARD				0.00
			PAYMENT OF NON-BUSINESS	1129-000	78,159.93		78,159.93
			EXPENSE INSURANCE CLAIM, DKT. NO. 48				
06/11/21		Transfer to Acct #*****0175	CNA - order entered	9999-000		78,159.93	0.00
10/18/21	15	THE WALL GROUP L.A., LLC	PREFERENCE SETTLEMENT PAYMENT	1241-000	7,500.00		7,500.00
			PER ORDER DKT. NO. 55				
12/28/21		Transfer to Acct #*****0175	Bank Funds Transfer	9999-000		7,500.00	0.00

Total Of All Accounts 968,727.40

Page 1

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: June 13, 2024

Case Number: 19-13106 Claim Class Sequence
Debtor Name: STARWORKS, LLC

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
001 3110-00	TOGUT, SEGAL & SEGAL LLP	Administrative		\$416,707.96	\$0.00	\$416,707.96
001 3410-00	VINAY, AGARWAL, CPA, LLC f.k.a. Plotzker & Agarwal CPAs, LLC 1205 Franklin Avenue, Suite 360 Garden City, NY 11530	Administrative		\$242,105.53	\$0.00	\$242,105.53
BOND 999 2300-00	INTERNATIONAL SURETIES LTD. 701 POYDRAS STREET, SUITE 420 NEW ORLEANS, LA 70139	Administrative		\$53.62	\$53.62	\$0.00
000010B 040 5800-00	New York State Department of Taxation & Finance Bankruptcy Section P O Box 5300 Albany New York 12205-0300	Priority (10-1) pre petition proof of claim (10-2) Amended 4/21/23		\$871.60	\$0.00	\$871.60
000013B 040 5800-00	Department of the Treasury Internal Revenue Service Post Office Box 7346 Philadelphia, PA 19101-7346	Priority 13-3 - As amended		\$103,004.68	\$0.00	\$103,004.68
000044 040 5800-00	NYS Department of Labor State Campus Bldg. 12 Room 256 Albany, NY 12240	Priority (44-2) Account Number (last 4 digits):4491 (44-1) Account Number (last 4 digits):4491		\$565.88	\$0.00	\$565.88
000001 070 7100-00	CONSOLIDATED EDISON COMPANY OF NEW YORK INC. BANKRUPTCY GROUP 4 IRVING PLACE 1875-S NEW YORK, NY 10003	Unsecured (1-1) Account Number (last 4 digits):0040		\$191.41	\$0.00	\$191.41
000002 070 7100-00	GREG KRELENSTEIN 59 5TH AVENUE, Apt. 3A NEW YORK, NY 10003	Unsecured		\$25,000.00	\$0.00	\$25,000.00
000003 070 7100-00	INCA International Productions, Inc. c/o Joshua Ruthizer Wolf Popper LLP 845 Third Avenue, 12th Floor New York, NY 10022	Unsecured		\$56,748.73	\$0.00	\$56,748.73
000004 070 7100-00	CIT DIRECT CAPITAL 155 COMMERCE WAY ATTN: PRES OR GEN COUNSEL PORTSMOUTH, NH 03801	Unsecured (4-1) Account Number (last 4 digits):8432 Reclassified Per Order Dkt. No. 80		\$22,897.93	\$0.00	\$22,897.93

Page 2

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: June 13, 2024

Case Number: 19-13106 Claim Class Sequence
Debtor Name: STARWORKS, LLC

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000005 070 7100-00	Vice Holding Inc. 49 South 2nd Street Brooklyn, NY 11249	Unsecured	(5-1) Filer Comment: Please see attachment. Withdrawn and Expunged Per Order Dkt. No. 63	\$0.00	\$0.00	\$0.00
000006 070 7100-00	TriNet HR III Inc PO Box 1644 Tacoma, Washington 98402	Unsecured	(6-2) Account Number (last 4 digits):9SCH (6-1) Account Number (last 4 digits):9SCH	\$84,278.82	\$0.00	\$84,278.82
000007 070 7100-00	Green Line Digital LLC 38 Pine Ave MADISON, NJ 07940	Unsecured		\$67,832.10	\$0.00	\$67,832.10
000008 070 7100-00	STEPHANIE CHOUDRI 1061 ADAMS AVENUE FRANKLIN SQUARE, NY 11010	Unsecured	Withdrawn Per Order Dkt. No. 63	\$0.00	\$0.00	\$0.00
000009 070 7100-00	FRANCISCO FAGAN 10 STUYVESANT OVAL 6F NEW YORK, NY 10009	Unsecured		\$4,194.99	\$0.00	\$4,194.99
000010A 070 7100-00	New York State Department of Taxation & Finance Bankruptcy Section P O Box 5300 Albany New York 12205-0300	Unsecured	(10-1) pre petition proof of claim (10-2) Amended	\$727.46	\$0.00	\$727.46
000011 070 7100-00	ALEX GOLDSTEIN 178 LUDLOW STREET APT. 2B NEW YORK, NY 10002	Unsecured	(11-1) Account Number (last 4 digits):6058 Reclassified per Order dated 8/6/23, Dkt. No. 83	\$4,300.00	\$0.00	\$4,300.00
000012 070 7100-00	A & P Kash Inc. dba Express Connection 12021 Wilshire Blvd., #922 Los Angeles, CA 90025	Unsecured		\$2,134.47	\$0.00	\$2,134.47
000013C 070 7100-00	Department of the Treasury Internal Revenue Service Post Office Box 7317 Philadelphia, PA 19101-7317	Unsecured	Amended POC 13-3	\$63,482.42	\$0.00	\$63,482.42
000014 070 7100-00	NYS Department of Labor State Campus Bldg 12 Rm 256 Albany, NY 12240	Unsecured	(14-1) Withdrawn per Doc #50	\$0.00	\$0.00	\$0.00
000015 070 7100-00	American Express National Bank c/o Becket and Lee LLP PO Box 3001 Malvern PA 19355-0701	Unsecured		\$18,225.07	\$0.00	\$18,225.07

Page 3

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: June 13, 2024

Case Number: 19-13106 Claim Class Sequence
Debtor Name: STARWORKS, LLC

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000016 070 7100-00	LMC WORLDWIDE LLC 295 MADISON AVENUE 12TH FLOOR ATTN: PRES OR GEN COUNSEL NEW YORK, NY 10017	Unsecured		\$933.75	\$0.00	\$933.75
000017 070 7100-00	American Express National Bank, AENB c/o Zwicker and Associates, P.C. Attorneys/Agents for Creditor P.O. 9043 Andover, MA 01810-1041	Unsecured		\$97,298.18	\$0.00	\$97,298.18
000018 070 7100-00	MERRILEE HESTERFER DIAZ 20 PETTIT STREET BLOOMFIELD, NJ 07003	Unsecured		\$6,150.00	\$0.00	\$6,150.00
000019 070 7100-00	Zoe Bruns 15 W 11th St, 5A New York, NY 10011-1001	Unsecured Reclassified Per Order Dkt. No. 82		\$50,000.00	\$0.00	\$50,000.00
000020 070 7100-00	DOMINO NEW YORK LLC ATTN: PRESIDENT OR GEN COUNSEL 34 LUDLOW STREET APT. 14 NEW YORK, NY 10002	Unsecured		\$1,727.22	\$0.00	\$1,727.22
000021 070 7100-00	Astrina Inc. 55 Union Place Suite 200 Summit, NJ 07901-0790	Unsecured		\$11,200.00	\$0.00	\$11,200.00
000022 070 7100-00	Image Data Systems (UK) Ltd First Floor, Winston House, 349 Regents Park Road London UK N3 1DH	Unsecured (22-1) Account Number (last 4 digits):TWO2		\$4,819.62	\$0.00	\$4,819.62
000023 070 7100-00	NEXT MANAGEMENT LLC 15 WATTS STREET NEW YORK, NEW YORK 10013	Unsecured		\$9,000.00	\$0.00	\$9,000.00
000024 070 7100-00	NATE BEST STUDIOS 418 PROSPECT AVE. APT. 2R BROOKLYN, NY 11215	Unsecured Reclassified Per Order Dkt. No. 81		\$2,250.00	\$0.00	\$2,250.00
000025 070 7100-00	DG Premium Brands LLC c/o Itzhak Weinstock 1 Harmon Plaza, 5th Floor Secaucus, NJ 07094	Unsecured		\$660,000.00	\$0.00	\$660,000.00
000026 070 7100-00	TBF Financial, LLC 870 Sheridan Rd. Highwood, IL 60040	Unsecured (26-1) Account Number (last 4 digits):2553 Reclassified Per Order Dkt. No. 79		\$14,111.78	\$0.00	\$14,111.78

Page 4

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: June 13, 2024

Case Number: 19-13106 Claim Class Sequence
Debtor Name: STARWORKS, LLC

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000027 070 7100-00	FDZ INC. SARL AU CAPITAL DE 42 RUE DE MAUBEUGE ATTN: PRES OR GEN COUNSEL PARIS, FR 75009	Unsecured		\$1,416.10	\$0.00	\$1,416.10
000028 070 7100-00	PG Co & Creative Inc 4330 Lennox Dr Miami, FL 33113-6273	Unsecured		\$12,500.00	\$0.00	\$12,500.00
000029 070 7100-00	Lambda Lambda Sigma, LLC DBA Alchemy Media Carlos Centeno 3434 Overland Avenue Los Angeles, CA 90034 New York, NY 10018	Unsecured		\$28,000.00	\$0.00	\$28,000.00
000030 070 7100-00	Union Funding Source, Inc. The Rubin Law Firm, PLLC 90 Broad St., Fl. 16 New York, NY 10004	Unsecured (30-1) Account Number (last 4 digits):3701		\$208,781.00	\$0.00	\$208,781.00
000031 070 7100-00	Project X Media, Inc. c/o Cullen & Dykman LLP 44 Wall Street New York, New York 10282 Attn: Michelle McMahon, Esq.	Unsecured (31-2) See attached Statement of Claim(31-1) See Supporting Statement (31-2) Amends to correct address of Creditors		\$715,536.00	\$0.00	\$715,536.00
000032 070 7100-00	5 Crosby Street Inc., c/o Borah, Goldstein, Altsch 377 Broadway, 6th Floor New York, NY 10013 Attn: Jeffrey Chancas, Esq.	Unsecured (32-1) Pre-pet. Rent and Add'l Rent Per Lease & Statutory Reject. Damages. Amended 2/28/24		\$502,664.00	\$0.00	\$502,664.00
000033 070 7100-00	The Wall Group, LLC 9601 Wilshire Blvd. Beverly Hills, CA 90210	Unsecured		\$9,614.00	\$0.00	\$9,614.00
000034 070 7100-00	THE WALL GROUP LA, LLC 38 WEST 21ST STREET, FL 11 ATTN: PRES OR GEN COUNSEL NEW YORK, NY 10010	Unsecured		\$5,578.10	\$0.00	\$5,578.10
000035 070 7100-00	IMG MODELS, LLC PH NORTH, 304 PARK AVE SOUTH ATTN: PRES OR GEN COUNSEL NEW YORK, NY 10010	Unsecured		\$77,623.80	\$0.00	\$77,623.80
000036 070 7100-00	ART AND COMMERCE 531 WEST 25TH STREET 4TH FLOOR ATTN: PRES OR GEN COUNSEL NEW YORK, NY 10001	Unsecured		\$92,516.00	\$0.00	\$92,516.00

Page 5

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: June 13, 2024

Case Number: 19-13106 Claim Class Sequence
Debtor Name: STARWORKS, LLC

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000037 070 7100-00	Colleen Frost as Class Representative Outten & Golden LLP 601 S. Figueroa St., Ste. 4050, Attn: Rachel Bien Los Angeles, CA 90071-9007	Unsecured		\$127,500.00	\$0.00	\$127,500.00
000038 070 7100-00	Outten & Golden LLP 601 S. Figueroa St., Ste. 4050 Attn Rachel Bien Los Angeles, CA 90071	Unsecured		\$85,000.00	\$0.00	\$85,000.00
000039 070 7100-00	Colleen Frost as Private Attorney General Outten & Golden LLP 601 S. Figueroa St., Ste. 4050, Attn: Rachel Bien Los Angeles, CA 90071-9007	Unsecured PAGA Component of Prepetition Settlement		\$2,500.00	\$0.00	\$2,500.00
000040 070 7100-00	Colleen Frost individually Outten & Golden LLP 601 S. Figueroa St., Ste. 4050, Attn: Rachel Bien Los Angeles, CA 90071-9007	Unsecured Enhancement Payment Component of Prepetition Settlement		\$10,000.00	\$0.00	\$10,000.00
000041 070 7100-00	4525 WILSHIRE LLC 3600 BIRCH STREET, #250 ATTN: PRES OR GEN COUNSEL NEWPORT BEACH, CA 92660	Unsecured 41-2 Amended		\$651,114.57	\$0.00	\$651,114.57
000042 070 7100-00	Pure Touch LLC d/b/a Skywater 1600 District Ave., Ste. 200 Burlington, MA 01803	Unsecured (42-1) Account Number (last 4 digits):9627		\$2,743.86	\$0.00	\$2,743.86
000043 070 7100-00	WME Entertainment 9601 Wilshire Blvd. Beverly Hills, CA 90210	Unsecured		\$30,000.00	\$0.00	\$30,000.00
000013A 050 4300-00	Department of the Treasury Internal Revenue Service Post Office Box 7317 Philadelphia, PA 19101-7317	Secured Amended 13-3		\$75,000.00	\$0.00	\$75,000.00
Case Totals:				\$4,608,900.65	\$53.62	\$4,608,847.03

Code #: Trustee's Claim Number, Priority Code, Claim Type

TRUSTEE'S PROPOSED DISTRIBUTION

Exhibit D

Case No.: 19-13106

Case Name: STARWORKS, LLC

Trustee Name: Albert Togut, Trustee

Balance on hand \$ 968,727.40

Claims of secured creditors will be paid as follows:

Claim No.	Claimant	Claim Asserted	Allowed Amount of Claim	Interim Payment to Date	Proposed Payment
000013A	Department of the Treasury	\$ 296,419.38	\$ 75,000.00	\$ 0.00	\$ 75,000.00

Total to be paid to secured creditors \$ 75,000.00

Remaining Balance \$ 893,727.40

Applications for chapter 7 fees and administrative expenses have been filed as follows:

Reason/Applicant	Total Requested	Interim Payments to Date	Proposed Payment
Trustee Fees: Albert Togut, Trustee	\$ 53,423.31	\$ 0.00	\$ 53,423.31
Attorney for Trustee Fees: TOGUT, SEGAL & SEGAL LLP	\$ 408,503.00	\$ 0.00	\$ 408,503.00
Attorney for Trustee Expenses: TOGUT, SEGAL & SEGAL LLP	\$ 8,204.96	\$ 0.00	\$ 8,204.96
Accountant for Trustee Fees: VINAY, AGARWAL, CPA, LLC	\$ 240,780.50	\$ 0.00	\$ 240,780.50
Accountant for Trustee Expenses: VINAY, AGARWAL, CPA, LLC	\$ 1,325.03	\$ 0.00	\$ 1,325.03
Other: INTERNATIONAL SURETIES LTD.	\$ 53.62	\$ 53.62	\$ 0.00

Total to be paid for chapter 7 administrative expenses \$ 712,236.80

Remaining Balance \$ 181,490.60

Applications for prior chapter fees and administrative expenses have been filed as follows:

NONE

In addition to the expenses of administration listed above as may be allowed by the Court, priority claims totaling \$ 104,442.16 must be paid in advance of any dividend to general (unsecured) creditors.

Allowed priority claims are:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000010B	New York State Department of Taxation &	\$ 871.60	\$ 0.00	\$ 871.60
000013B	Department of the Treasury	\$ 103,004.68	\$ 0.00	\$ 103,004.68
000044	NYS Department of Labor	\$ 565.88	\$ 0.00	\$ 565.88

Total to be paid to priority creditors \$ 104,442.16

Remaining Balance \$ 77,048.44

The actual distribution to wage claimants included above, if any, will be the proposed payment less applicable withholding taxes (which will be remitted to the appropriate taxing authorities).

Timely claims of general (unsecured) creditors totaling \$ 3,770,591.38 have been allowed and will be paid pro rata only after all allowed administrative and priority claims have been paid in full. The timely allowed general (unsecured) dividend is anticipated to be 2.0 percent, plus interest (if applicable).

Timely allowed general (unsecured) claims are as follows:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000001	CONSOLIDATED EDISON COMPANY OF NEW YORK	\$ 191.41	\$ 0.00	\$ 3.91
000002	GREG KRELENSTEIN	\$ 25,000.00	\$ 0.00	\$ 510.85

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000003	INCA International Productions, Inc.	\$ 56,748.73	\$ 0.00	\$ 1,159.61
000004	CIT DIRECT CAPITAL	\$ 22,897.93	\$ 0.00	\$ 467.90
000005	Vice Holding Inc.	\$ 0.00	\$ 0.00	\$ 0.00
000006	TriNet HR III Inc	\$ 84,278.82	\$ 0.00	\$ 1,722.16
000007	Green Line Digital LLC	\$ 67,832.10	\$ 0.00	\$ 1,386.08
000008	STEPHANIE CHOUDRI	\$ 0.00	\$ 0.00	\$ 0.00
000009	FRANCISCO FAGAN	\$ 4,194.99	\$ 0.00	\$ 85.72
000010A	New York State Department of Taxation &	\$ 727.46	\$ 0.00	\$ 14.86
000011	ALEX GOLDSTEIN	\$ 4,300.00	\$ 0.00	\$ 87.87
000012	A & P Kash Inc. dba Express Connection	\$ 2,134.47	\$ 0.00	\$ 43.62
000014	NYS Department of Labor	\$ 0.00	\$ 0.00	\$ 0.00
000015	American Express National Bank	\$ 18,225.07	\$ 0.00	\$ 372.41
000016	LMC WORLDWIDE LLC	\$ 933.75	\$ 0.00	\$ 19.08
000017	American Express National Bank, AENB	\$ 97,298.18	\$ 0.00	\$ 1,988.20
000018	MERRILEE HESTERFER DIAZ	\$ 6,150.00	\$ 0.00	\$ 125.67
000019	Zoe Bruns	\$ 50,000.00	\$ 0.00	\$ 1,021.70
000020	DOMINO NEW YORK LLC	\$ 1,727.22	\$ 0.00	\$ 35.29
000021	Astrina Inc.	\$ 11,200.00	\$ 0.00	\$ 228.86
000022	Image Data Systems (UK) Ltd	\$ 4,819.62	\$ 0.00	\$ 98.48
000023	NEXT MANAGEMENT LLC	\$ 9,000.00	\$ 0.00	\$ 183.91

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000024	NATE BEST STUDIOS	\$ 2,250.00	\$ 0.00	\$ 45.98
000025	DG Premium Brands LLC	\$ 660,000.00	\$ 0.00	\$ 13,486.47
000026	TBF Financial, LLC	\$ 14,111.78	\$ 0.00	\$ 288.36
000027	FDZ INC. SARL AU CAPITAL DE	\$ 1,416.10	\$ 0.00	\$ 28.94
000028	PG Co & Creative Inc	\$ 12,500.00	\$ 0.00	\$ 255.43
000029	Lambda Lambda Sigma, LLC DBA Alchemy	\$ 28,000.00	\$ 0.00	\$ 572.15
000030	Union Funding Source, Inc.	\$ 208,781.00	\$ 0.00	\$ 4,266.24
000031	Project X Media, Inc.	\$ 715,536.00	\$ 0.00	\$ 14,621.30
000032	5 Crosby Street Inc.,	\$ 502,664.00	\$ 0.00	\$ 10,271.46
000033	The Wall Group, LLC	\$ 9,614.00	\$ 0.00	\$ 196.45
000034	THE WALL GROUP LA, LLC	\$ 5,578.10	\$ 0.00	\$ 113.98
000035	IMG MODELS, LLC	\$ 77,623.80	\$ 0.00	\$ 1,586.17
000036	ART AND COMMERCE	\$ 92,516.00	\$ 0.00	\$ 1,890.48
000037	Colleen Frost as Class Representative	\$ 127,500.00	\$ 0.00	\$ 2,605.34
000038	Outten & Golden LLP	\$ 85,000.00	\$ 0.00	\$ 1,736.89
000039	Colleen Frost as Private Attorney	\$ 2,500.00	\$ 0.00	\$ 51.09
000040	Colleen Frost individually	\$ 10,000.00	\$ 0.00	\$ 204.34
000041	4525 WILSHIRE LLC	\$ 651,114.57	\$ 0.00	\$ 13,304.91
000042	Pure Touch LLC d/b/a Skywater	\$ 2,743.86	\$ 0.00	\$ 56.06
000043	WME Entertainment	\$ 30,000.00	\$ 0.00	\$ 613.02
000013C	Department of the Treasury	\$ 63,482.42	\$ 0.00	\$ 1,297.20

Total to be paid to timely general unsecured creditors \$ 77,048.44

Remaining Balance \$ 0.00

Tardily filed claims of general (unsecured) creditors totaling \$ 0.00 have been allowed and will be paid pro rata only after all allowed administrative, priority and timely filed general (unsecured) claims have been paid in full. The tardily filed claim dividend is anticipated to be 0.0 percent.

Tardily filed general (unsecured) claims are as follows:

NONE

Subordinated unsecured claims for fines, penalties, forfeitures, or damages and claims ordered subordinated by the Court totaling \$ 0.00 have been allowed and will be paid pro rata only after all allowed administrative, priority and general (unsecured) claims have been paid in full. The dividend for subordinated unsecured claims is anticipated to be 0.0 percent.

Subordinated unsecured claims for fines, penalties, forfeitures or damages and claims ordered subordinated by the Court are as follows:

NONE